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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

VOICES OF HOPE, INC.

SALLY C. HOLST FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

15 PUTNAM DRIVE, NW

Room/suite

City or town, state, and ZIP code

ATLANTA, GA 30342

A Employer identification number

31-1830110

B Telephone number

404-869-7547

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 3,198,984. (Part I, column (d) must be on cash basis.)

J Accounting method

☒ Cash☐ Accrual☐ Other (specify)**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

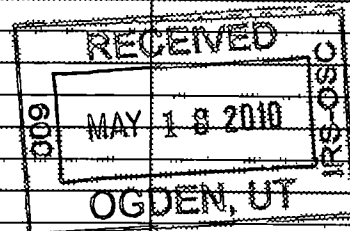
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received	58,333.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	92,039.	92,039.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<141,674.>			
	b Gross sales price for all assets on line 6a	785,150.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	8,698.	92,039.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	40,000.	0.		40,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 2	506.	0.		506.
	b Accounting fees STMT 3	9,718.	0.		9,718.
	c Other professional fees				
	17 Interest	1,212.	1,212.		0.
	18 Taxes STMT 4	2,237.	393.		1,844.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	19,165.	18,934.		231.
	24 Total operating and administrative expenses. Add lines 13 through 23	72,838.	20,539.		52,299.
	25 Contributions, gifts, grants paid	182,750.			182,750.
26 Total expenses and disbursements. Add lines 24 and 25	255,588.	20,539.		235,049.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	<246,890.>				
b Net investment income (if negative, enter -0-)		71,500.			
c Adjusted net income (if negative, enter -0-)			N/A		



918 17

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		43,436.	14,400.	14,400.
	2	Savings and temporary cash investments		272,184.	91,361.	91,361.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons		44,175.	1,900.	1,900.
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 6		843,100.	809,900.	854,862.
	b	Investments - corporate stock STMT 7		1,599,746.	1,587,973.	1,790,249.
	c	Investments - corporate bonds STMT 8		378,178.	429,345.	446,212.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		3,180,819.	2,934,879.	3,198,984.	
Liabilities	17	Accounts payable and accrued expenses		1,901.	2,851.	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		1,901.	2,851.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		3,178,918.	2,932,028.	
30	Total net assets or fund balances		3,178,918.	2,932,028.		
31	Total liabilities and net assets/fund balances		3,180,819.	2,934,879.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,178,918.
2	Enter amount from Part I, line 27a	2	<246,890.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,932,028.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,932,028.

VOICES OF HOPE, INC.

Form 990-PF (2009)

SALLY C. HOLST FAMILY FOUNDATION

31-1830110

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a CHARLES SCHWAB - SEE ATTACHED	P	VARIOUS	VARIOUS
b CHARLES SCHWAB - SEE ATTACHED	P	VARIOUS	VARIOUS
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 158,184.		180,097.	<21,913.>
b 626,966.		746,727.	<119,761.>
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			<21,913.>
b			<119,761.>
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	<141,674.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	135,697.	3,257,851.	.041652
2007	142,452.	3,515,048.	.040526
2006	110,000.	2,309,962.	.047620
2005	50,000.	516,550.	.096796
2004			

2 Total of line 1, column (d)	2	.226594
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.056649
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,076,034.
5 Multiply line 4 by line 3	5	174,254.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	715.
7 Add lines 5 and 6	7	174,969.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	235,049.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	715.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)	3	715.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3	Add lines 1 and 2	5	715.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,599.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,599.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	884.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ☒ Refunded ☐	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ 0. (2) On foundation managers ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ GA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	

14 The books are in care of ► SALLY C. HOLST Telephone no ► 404-869-7547
Located at ► 15 PUTNAM DRIVE, NW, ATLANTA, GA ZIP+4 ► 30342

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► ☐
and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☒ Yes ☐ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SALLY C. HOLST 15 PUTNAM DRIVE, NW ATLANTA, GA 30342	CHAIRMAN 4.00	40,000.	0.	0.
CLAY JACKSON 1180 WEST PEACHTREE ST, STE 1000 ATLANTA, GA 303093479	DIRECTOR 1.00	0.	0.	0.
LEAH SUMNER 14 EAST BROAD STREET NEWNAN, GA 30263	SECRETARY 2.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A**Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B**Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	

Total. Add lines 1 through 3

0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,813,080.
b	Average of monthly cash balances	1b	307,897.
c	Fair market value of all other assets	1c	1,900.
d	Total (add lines 1a, b, and c)	1d	3,122,877.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,122,877.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	46,843.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,076,034.
6	Minimum investment return. Enter 5% of line 5	6	153,802.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	153,802.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	715.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	715.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	153,087.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	153,087.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	153,087.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	235,049.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	235,049.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	715.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	234,334.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				153,087.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			23,397.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 235,049.				
a Applied to 2008, but not more than line 2a			23,397.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				153,087.
e Remaining amount distributed out of corpus	58,565.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	58,565.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	58,565.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009	58,565.			

N/A

- #### b. Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- #### h 85% of line 2a

- c** Qualifying distributions from Part XII,
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e Qualifying distributions made directly for active conduct of exempt activities**

Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon

- a "Assets" alternative test - enter
(1) Value of all assets

- (2) Value of assets qualifying under section 4942(i)(3)(B)(i)**

- b "Endowment" alternative test** - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c "Support" alternative test - enter

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)**

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)

1 Information Regarding Foundation Managers:

- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

SALLY C. HOLST

- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a The name, address, and telephone number of the person to whom applications should be addressed.

SALLY C. HOLST, 404-869-7547

15 PUTNAM DRIVE, NW, ATLANTA, GA 30342

- b. The form in which applications should be submitted and information and materials they should include**

NO MORE THAN TWO TYPED PAGES.

- c Any submission deadlines**

- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV	Supplementary Information (continued)
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3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STATEMENT 9				
Total			► 3a	182,750.
b <i>Approved for future payment</i>				
NONE				
Total			► 3b	0.

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

VOICES OF HOPE, INC.
SALLY C. HOLST FAMILY FOUNDATION

Employer identification number

31-1830110

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

VOICES OF HOPE, INC.
SALLY C. HOLST FAMILY FOUNDATION

Employer identification number

31-1830110

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SARAMEL R. CROOKS CLAT ONE 505 CARR ROAD, 2ND FLOOR WILMINGTON, DE 19809	\$ 16,667.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	SARAMEL R. CROOKS CLAT TWO A P.O. BOX 291 JACKSON, MS 392060291	\$ 20,833.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
3	SARAMEL R. CROOKS CLAT TWO B P.O. BOX 291 JACKSON, MS 392060291	\$ 20,833.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
CORPORATION STOCK DIVIDENDS	31,578.	0.	31,578.	
MUNICIPAL BOND INTEREST	1,338.	0.	1,338.	
ORDINARY DIVIDENDS	302.	0.	302.	
RETURN OF CAPITAL	1,780.	0.	1,780.	
U.S. OBLIGATIONS INTEREST	57,041.	0.	57,041.	
TOTAL TO FM 990-PF, PART I, LN 4	92,039.	0.	92,039.	

FORM 990-PF	LEGAL FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	506.	0.		506.	
TO FM 990-PF, PG 1, LN 16A	506.	0.		506.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	9,718.	0.		9,718.	
TO FORM 990-PF, PG 1, LN 16B	9,718.	0.		9,718.	

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	393.	393.		0.	
PAYROLL TAXES	1,844.	0.		1,844.	
TO FORM 990-PF, PG 1, LN 18	2,237.	393.		1,844.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY FEES	18,925.	18,925.		0.	
POSTAGE AND DELIVERY	222.	0.		222.	
INVESTMENT EXPENSE	9.	9.		0.	
BANK SERVICE CHARGES	9.	0.		9.	
TO FORM 990-PF, PG 1, LN 23	19,165.	18,934.		231.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
	X		479,853.	515,394.	
		X	330,047.	339,468.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			479,853.	515,394.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			330,047.	339,468.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			809,900.	854,862.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	1,587,973.	1,790,249.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,587,973.	1,790,249.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	429,345.	446,212.
TOTAL TO FORM 990-PF, PART II, LINE 10C	429,345.	446,212.

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT	9
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN RED CROSS, KEY CHAPTER 1820 23RD AVENUE MERIDIAN, MS 39302	NONE OPERATING FUNDS	501(C)(3)	20,000.
NEW VISION CHURCH 2511 34TH AVENUE MERIDIAN, MS 39301	NONE OPERATING FUNDS	501(C)(3)	20,000.
THE GALLOWAY SCHOOL, INC. 215 WEST WIEUCA RD, NW ATLANTA, GA 30342	NONE OPERATING FUNDS	501(C)(3)	40,000.
TRIANGLE CLUB 950 EAST PACES FERRY ROAD, STE 1400 ATLANTA, GA 30326	NONE OPERATING FUNDS	501(C)(3)	12,000.
ASSOCIATION OF COMMUNITY EMPLOYMENT PROGRAMS FOR THE HOMELESS - 113 SPRING STREET NEW YORK, NY 10012	NONE OPERATING FUNDS	501(C)(3)	4,750.
SKYLAND TRAIL 1961 NORTH DRUID HILLS ROAD ATLANTA, GA 30329	NONE OPERATING FUNDS	501(C)(3)	20,000.
CENTER FOR MEDIA CHANGE 2489 RAMONA STREET PALO ALTO, CA 94301	NONE OPERATING FUNDS	501(C)(3)	30,000.
ALL SAINTS EPISCOPAL CHURCH 634 WEST PEACHTREE STREET ATLANTA, GA 30308	NONE OPERATING FUNDS	501(C)(3)	5,000.

VOICES OF HOPE, INC. SALLY C. HOLST FAMI

31-1830110

THE AMERICAN FUND FOR CHARITIES	NONE	501(C)(3)	11,000.
- PMB #293, 601 PENNSYLVANIA	OPERATING FUNDS		
AVE, NW, STE 900, SOUTH BUILDING			
WASHINGTON, DC 200004			

GEORGIA PUBLIC BROADCASTING	NONE	501(C)(3)	10,000.
3085 OSBORNE ROAD, NE ATLANTA,	WATER WAR DOCUMENTARY		
GA 30319			

CHILDREN'S HEALTHCARE OF ATLANTA	NONE	501(C)(3)	10,000.
1687 TULLIE CIRCLE, NE ATLANTA,	OPERATING FUNDS		
GA 30329			

TOTAL TO FORM 990-PF, PART XV, LINE 3A

182,750.

VOICES OF HOPE, INC.
31-183011
SCHEDULE OF GAINS & LOSSES
12/31/08 - 12/31/09

SHARES/ PAR VALUE	SECURITY	PURCHASE DATE	SALE DATE	TOTAL COST	PROCEEDS	REALIZED GAIN/LOSS
Short-Term (Max tax rate 35.0%)						
600	Scotts Co	05/20/08	01/15/09	\$17,474	\$17,865	\$391
350	Kaydon Corp	07/29/08	01/21/09	17,099	9,748	(7,351)
350	Kaydon Corp	08/27/08	01/21/09	19,171	9,748	(9,423)
800	Seagate Technology	08/27/08	03/24/09	12,585	4,203	(8,382)
200	Suntrust Banks Inc	01/26/09	04/17/09	2,957	3,635	678
200	MetLife Inc	06/02/08	04/17/09	11,843	5,592	(6,251)
500	Suncor Energy Inc	08/27/08	06/01/09	29,099	18,366	(10,733)
200	Suncor Energy Inc	05/13/09	06/01/09	5,758	7,346	1,588
200	Core Laboratories N V	02/20/09	06/04/09	13,808	18,334	4,526
250	Tetra Tech Inc	06/26/08	06/18/09	5,895	7,280	1,385
1,450	Titanium Metals Corp	09/02/08	06/22/09	19,899	13,099	(6,800)
275	Titanium Metals Corp	09/15/08	06/22/09	3,005	2,484	(521)
229	Hsbc Holdings Plc ADR	03/31/09	09/21/09	4,244	13,412	9,168
250	Core Laboratories N V	02/20/09	10/16/09	17,260	27,072	9,812
TOTALS				180,097	158,184	
Total Short-Term (Max tax rate 35.0%)						(\$21,913)

VOICES OF HOPE, INC.
31-1830110
SCHEDULE OF GAINS & LOSSES
12/31/08 - 12/31/09

SHARES/ PAR VALUE	SECURITY	PURCHASE DATE	SALE DATE	TOTAL COST	PROCEEDS	REALIZED GAIN/LOSS
<u>Long-Term (Max tax rate 15.0%)</u>						
50,000	Federal Home Loan Banks	01/05/04	01/06/09	\$50,000	\$50,000	
100	Syniverse Hldgs Inc	07/05/07	01/14/09	1,281	1,268	(13)
400	Syniverse Hldgs Inc	11/06/07	01/14/09	6,311	5,073	(1,238)
600	Scotts Co	07/28/06	01/15/09	23,412	17,865	(5,547)
40,000	Federal Home Loan Banks	03/23/04	01/20/09	40,000	40,000	
70,000	U S Treasury Note	07/16/07	01/21/09	67,709	81,555	13,847
60,000	Protective Life Sec Tr	08/10/06	02/13/09	60,015	50,835	(9,180)
125	Abbott Labs	08/17/05	03/04/09	5,817	5,696	(121)
65,000	Tenn Valley Authority	08/17/06	03/15/09	61,733	65,000	3,268
300	Seagate Technology	07/19/05	03/24/09	5,910	1,576	(4,334)
325	Seagate Technology	07/21/05	03/24/09	6,064	1,707	(4,356)
1,275	Seagate Technology	08/10/06	03/24/09	25,228	6,698	(18,530)
350	Suntrust Banks Inc	12/13/07	04/17/09	22,453	6,361	(16,091)
200	Sherwin Williams Co	03/26/08	04/27/09	10,229	11,685	1,455
150	Kayne Anderson Mlp Invsmt	04/18/06	06/04/09	3,834	3,128	(706)

VOICES OF HOPE, INC.
31-1830110
SCHEDULE OF GAINS & LOSSES
12/31/08 - 12/31/09

SHARES/ PAR VALUE	SECURITY	PURCHASE DATE	SALE DATE	TOTAL COST	PROCEEDS	REALIZED GAIN/LOSS
400	Kayne Anderson Mlp Invsmnt	08/10/06	06/04/09	10,781	8,341	(2,440)
800	Akamai Technologies Inc	07/05/07	06/12/09	38,151	18,126	(20,025)
200	Akamai Technologies Inc	08/28/07	06/12/09	6,368	4,531	(1,836)
40,000	Federal Home Loan Bank	06/16/06	06/30/09	40,015	40,000	(15)
600	Tetra Tech Inc	06/26/08	07/02/09	14,148	16,448	2,300
850	Kayne Anderson Mlp Invsmnt	04/18/06	07/02/09	21,701	16,797	(4,903)
175	J.P. Morgan Chase & Co	08/17/05	07/14/09	6,055	6,114	59
450	Cerner Corp	06/02/08	08/11/09	20,302	28,301	7,998
450	Cerner Corp	07/10/08	08/11/09	19,553	28,301	8,748
250	Sherwin Williams Co	03/26/08	09/17/09	12,787	15,270	2,483
400	Hsbc Holdings Plc ADR	09/28/06	09/17/09	36,714	23,549	(13,165)
50	Hsbc Holdings Plc ADR	11/29/07	09/17/09	4,176	2,944	(1,232)
100	Hsbc Holdings Plc ADR	11/29/07	09/21/09	8,351	5,857	(2,495)
700	Estee Lauder Cos. Inc.	11/06/07	10/06/09	29,398	25,866	(3,532)

VOICES OF HOPE, INC.
31-1830110
SCHEDULE OF GAINS & LOSSES
12/31/08 - 12/31/09

SHARES/ PAR VALUE	SECURITY	PURCHASE DATE	SALE DATE	TOTAL COST	PROCEEDS	REALIZED GAIN/LOSS
1,100	Freightcar Amer Inc	02/20/08	11/16/09	43,923	21,029	(22,895)
1,100	Kendle International Inc	10/31/07	12/11/09	44,308	17,045	(27,263)
			TOTALS	746,727	626,966	
			Total Long-Term (Max tax rate 15.0%)			(\$119,761)
			Net Gain/Loss	926,824	785,150	<u>(\$141,674)</u>